

EXHIBIT B

ORIGINAL

1

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND

XEROX CORPORATION, :

Plaintiff :

Vs. : CIVIL ACTION NO.

PHOENIX COLOR CORPORATION: L-02-CV-1734

and TECHNIGRAPHIX, INC., :

Defendants :

Deposition of BRUCE M. NUSSBAUM, taken
on Tuesday, February 25, 2003, at 1:07 p.m., at
the offices of Piper Rudnick, 6225 Smith Avenue,
Baltimore, Maryland, before Ilana E. Johnston,
R.P.R. and Notary Public.

Reported by:

Ilana E. Johnston, R.P.R.

CRC-SALOMON
Baltimore, Maryland
Phone (410) 821-4888 Fax (410) 821-4889

1 A. Are they all done on the same day?

2 Q. Yes.

3 A. They are all different equipment. That
4 tells me usually, when they're done on the same
5 day and it's all the equipment, that you're
6 trying to get a lower payment. This may have
7 been a genesis from one of the Ed Lieberman
8 meetings. I don't recall.

9 Q. And do you remember any discussions with
10 anyone at TechniGraphix or Phoenix Color about
11 changing the name of the contracting party with
12 respect to these contracts?

13 A. You mean to Phoenix Color?

14 Q. Changing the name from TechniGraphix to
15 Phoenix Color.

16 A. No.

17 Q. You recall no discussions with anyone
18 from TechniGraphix or Phoenix Color about that.

19 A. No.

20 Q. Okay. Let's go to the next page. Oh,
21 let me just ask you if you can look through from

1 have been that any association with TechniGraphix
2 was not creditworthy. Phoenix Color was.

3 Q. Do you know whose handwriting that is up
4 there?

5 A. It looks like Donny Tyler's, the DT.

6 Q. Yeah, but whose -- do you recognize it
7 as being Tyler's handwriting?

8 A. The DT?

9 Q. Yes.

10 A. Yes.

11 Q. Okay. But the actual writing Phoenix
12 Color Corp. Up there --

13 A. I recognize that as mine.

14 Q. So it's your handwriting that wrote
15 Phoenix Color Corp. And then you recognize
16 specifically Don Tyler's initials next to it.

17 A. Yeah.

18 Q. Okay. Do you have any understanding as
19 to why you would have crossed out TechniGraphix
20 and replaced it with Phoenix Color Corp.?

21 A. I just told you my answer. There may

1 have been a negative association with
2 TechniGraphix from a credit standpoint.

3 Q. Anyone ever tell you that you needed to
4 do this in order to get this order approved?

5 A. I don't recall.

6 Q. Do you recall ever explaining to Don
7 Tyler the significance of this?

8 A. I don't recall.

9 Q. And this fax apparently was sent from
10 Jonathan Frances to Pattie Woliver on
11 October 8th, 1999; is that right?

12 A. Whatever it says.

13 Q. And it says on this fax here are the
14 changes. Thanks for everything. Do you see
15 anything on these documents that's a change other
16 than the crossed off name, which you did?

17 A. The initial.

18 Q. The initial.

19 A. That's it.

20 Q. And the replaced name?

21 A. That's all I see.

1 STATE OF MARYLAND SS:

2 I, Ilana E. Johnston, RPR and Notary
3 Public of the State of Maryland, do hereby
4 certify that the within named, BRUCE M. NUSSBAUM,
5 personally appeared before me at the time and
6 place herein set out, and after having been duly
7 sworn by me, was interrogated by counsel.

8 I further certify that the examination
9 was recorded stenographically by me and this
10 transcript is a true record of the proceedings.

11 I further certify that the stipulations
12 contained herein were entered into by counsel in
13 my presence.

14 I further certify that I am not of
15 counsel to any of the parties, nor an employee of
16 counsel, nor related to any of the parties, nor i
17 any way interested in the outcome of this action.

18 As witness my hand and notarial seal
19 this 28th day of February, 2003.

20 My commission expires _____

21 December 1, 2004

Notary Public

CRC-SALOMON
Baltimore, Maryland
Phone (410) 821-4888 Fax (410) 821-4889